

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF WISCONSIN
GREEN BAY DIVISION

Appvion, Inc. Retirement Savings and)	
Employee Stock Ownership Plan, by and)	
through Grant Lyon in his capacity as the)	
ESOP Administrative Committee of Appvion,)	
Inc.,)	
)	
Plaintiff,)	
v.)	Civil Action No.: 1:18-cv-01861-WCG
)	
DOUGLAS P. BUTH, <i>et al.</i> ,)	
)	
Defendants.)	

**Civil L.R. 7(h) EXPEDITED NON-DISPOSITIVE MOTION
FOR LEAVE TO EXCEED PAGE LIMIT [UNOPPOSED]**

Defendants Houlihan Lokey Capital, Inc. (f/k/a Houlihan Lokey Howard & Zukin Capital, Inc.), Houlihan Lokey Financial Advisors, Inc. (f/k/a Houlihan Lokey Howard & Zukin Financial Advisors, Inc.), Louis Paone and Rosemary Paone (collectively, the “Houlihan Lokey Defendants”), by and through their undersigned attorneys, pursuant to Civil L.R. 7(h), request leave of the Court to file a reply brief that is five pages in excess of the 15-page limitation imposed under Civil L.R. 7(f) (for a total of 20 pages). In support of the Motion, the Houlihan Lokey Defendants state as follows:

1. The plaintiff filed a Complaint in this matter on November 26, 2018. *See* ECF 1. The First Amended Complaint (“FAC”) was filed on January 8, 2019. *See* ECF 77.
2. On February 28, 2019, the Houlihan Lokey Defendants timely filed their motion to dismiss with supporting memoranda. ECF 109, 110-1. The Houlihan Lokey Defendants’ motion to dismiss was within the 30-page requirement set forth in Civil L.R. 7(f).

3. In response to the Houlihan Lokey Defendants' motion, as well as the motions of the other defendants in this case, the plaintiff filed a Consolidated Memorandum in Support of Opposition to Defendants' Motions to Dismiss (the "Opposition Brief"). ECF 130. That Opposition Brief was 90 pages in length. The Houlihan Lokey Defendants did not object to any of the requests made by the plaintiff for an extension of its page limits.

4. Throughout its 90-page Opposition Brief, the plaintiff makes arguments that pertain both directly and indirectly to one or more of the Houlihan Lokey Defendants. While certain sections of the Opposition Brief are devoted explicitly to the Houlihan Lokey Defendants (*see, e.g.*, Opposition Brief, pp. 49-51), certain other sections involving the Houlihan Lokey Defendants reference arguments made elsewhere in the Opposition Brief against other defendants (*see, e.g., id.*, pp. 57, 64, 75, 86-87). As a result of this structure, the Houlihan Lokey Defendants are required to respond to a significant number of arguments being advanced throughout the Opposition Brief.

5. Moreover, there are four Houlihan Lokey Defendants that are filing this reply brief. Certain arguments made in the Opposition Brief pertain to one or more (but not all) of the Houlihan Lokey Defendants. In addition, the arguments are complex and require a discussion of the case law in order to address them.

6. In light of these facts, in order to fully address the many grounds for the issuance of an order granting the Houlihan Lokey Defendants' Motion to Dismiss, Defendants require a Memorandum that exceeds the 15-page limit set forth in Civil L.R. 7(f). The additional five pages the Houlihan Lokey Defendants are requesting will assist the Court in ruling on the Motion to Dismiss and will cause no prejudice to any party.

7. The Houlihan Lokey Defendants' counsel has notified Plaintiff of this request. Plaintiff does not oppose the motion.

In light of the foregoing, the Houlihan Lokey Defendants respectfully request that the Court grant them leave to exceed the 15-page limitation at Civil L.R. 7(f) to file a brief not to exceed 20 pages.

Dated: June 12, 2019

/s/Theodore Becker
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Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on this 12th day of June 2019, I caused a copy of the foregoing document to be filed via the Court's ECF system, which constitutes service upon all counsel of record.

/s/ Theodore Becker

Theodore Becker